

**BEFORE THE
DEPARTMENT OF TRANSPORTATION
WASHINGTON, D.C.**

| | | |
|--|---|------------------|
| Joint Application of |) | |
| |) | |
| SCANDINAVIAN AIRLINES SYSTEM |) | |
| AND AIR BALTIC CORPORATION JSC |) | |
| |) | Docket OST-2009- |
| for a statement of authorization and related |) | |
| exemption authority pursuant to 14 CFR |) | |
| Part 212 and 49 U.S.C. § 40109 |) | |
| |) | |

**JOINT APPLICATION OF SCANDINAVIAN AIRLINES SYSTEM AND
AIR BALTIC CORPORATION JSC FOR STATEMENT OF AUTHORIZATION
AND RELATED EXEMPTION AUTHORITY**

Communications with respect to this document should be addressed to:

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Counsel for
SCANDINAVIAN AIRLINES SYSTEM
AND AIR BALTIC CORP. JSC

Dated: May 4, 2009

NOTICE: Any person may support or oppose this application by filing an answer and serving a copy on counsel for Scandinavian Airlines System and Air Baltic Corp. JSC, and upon each person served with this application. The due date for answers addressing the application for a statement of authorization is May 13, 2009 and for answers addressing the application for exemption is May 19, 2009.

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| Part 212 and 49 U.S.C. § 40109 |) | |
| |) | |

**JOINT APPLICATION OF SCANDINAVIAN AIRLINES SYSTEM AND
AIR BALTIC CORPORATION JSC FOR A STATEMENT OF AUTHORIZATION
AND RELATED EXEMPTION AUTHORITY**

Scandinavian Airlines System (“SAS”) and Air Baltic Corporation JSC (“AirBaltic”) (collectively “Joint Applicants”) hereby request that the Department issue SAS a blanket statement of authorization under 14 C.F.R. Part 212 that would permit SAS to display AirBaltic’s “BT” designator code on all of its transatlantic flights from Stockholm, Sweden and Copenhagen, Denmark, and other points in the European Union to and from points in the United States, and to grant AirBaltic related exemption authority from 49 U.S.C. § 41301 pursuant to 49 U.S.C. § 40109 to the extent necessary to allow it to engage in scheduled foreign air transportation between points in the European Union and points in the United States pursuant to codeshare arrangements with SAS. All of AirBaltic’s U.S. service under the exemption authority will be provided through its codeshare with SAS on SAS-operated flights; AirBaltic has not previously and will not under the codeshare directly operate any flights to or from the United States. A list of the initial codeshare city-pairs that the Joint Applicants will implement upon approval of this application is attached as Appendix A hereto. It is requested that the statement

of authorization remain in effect for a period of unlimited duration (subject to the Department's usual conditions), and that the related exemption authority issued to Air Baltic pursuant to this application remain in effect for a period of at least two years.

Because Latvia, Sweden, and Denmark are members of the European Union the application is being filed under the provisions of the U.S.-E.U. Reciprocal Recognition Procedures Agreement (DOT Notice dated February 19, 2009), adopted pursuant to that U.S.-E.U. Open Skies Agreement.¹

In support of this application, the Joint Applicants state as follows:

1. AirBaltic is the Latvian national carrier. Its full name is Air Baltic Corporation JSC, and its corporate address is Riga International Airport, Riga, Latvia, LV 1053. AirBaltic is licensed by the Ministry of Transport of the Republic of Latvia Civil Aviation Agency ("Latvia Ministry of Transport"), Gogoja iela 3, Riga, Latvia, LV 1743, to perform commercial air transport operations and is duly qualified to participate in a codeshare with SAS. A copy of the current Air Operator Certificate ("AOC") held by AirBaltic, which has no expiration date, is attached as Exhibit 1 hereto. A letter from the Latvia Ministry of Transport confirming AirBaltic's transatlantic codeshare authority for flights included in Annex 1.1 to the SAS/AirBaltic codeshare agreement is attached as Exhibit 2 hereto. Annex 1.1, which identifies all of the flights included in the comprehensive reciprocal codeshare arrangement between SAS and AirBaltic, includes each of the SAS-operated transatlantic flights that are the subject of the

¹ DOT's February 19, 2009 notice states only requires the following evidence to be submitted with the applicants for U.S. authority: 1. The name and address of the applicant; 2. A statement of the authority sought, including whether the service proposed is to be scheduled or charter, or both, and whether the service would be passenger or property and mail, or both; 3. Evidence of the applicant's operating authority issued by its homeland that relates to the operations proposed; 4. The name of the foreign transport authority involved; 5. A statement of whether the applicant's insurance coverage meets or exceeds the liability limits of 14 CFR 205, and the name of the insurance carrier; and 6. The applicant's waiver of liability limits under the Warsaw Convention. All of the above is provided below in support of AirBaltic's application for U.S.-E.U. exemption authority.

present application. A letter from the Latvia Ministry of Transport specifically authorizing AirBaltic to exercise scheduled air service between Riga and the United States is also attached as Exhibit 3.

2. AirBaltic was established in 1995 with the signing of a joint venture agreement between SAS and the Latvian state. The Latvian state has always held a 52.6% majority stock interest. SAS initially owned 29% of AirBaltic's stock, which was increased to 47.2% through additional stock purchases made in October of 2001 from the other participants. The business relationship between SAS and AirBaltic has always been a close one. AirBaltic identifies SAS on its website as a partner, it co-ordinates its flight schedules from the Baltic states with SAS flights, and it participates in SAS's EuroBonus frequent flyer program.

3. On January 29, 2009, SAS sold all of its AirBaltic stock to Baltijas Aviacijas Sistēmas SIA, which is owned by Bertolt Martin Flick, the president and CEO of the company. A list of Air Baltic's officers and key personnel, all residents and citizens of Latvia or other E.U. member states, is attached as Exhibit 4.

4. In 2008 AirBaltic completed a large fleet expansion, bringing its fleet to 26 aircraft, including 2 Boeing 757-200s, 6 Boeing 737-300s, 10 Boeing 737-500s, and 8 F-27MK 050 aircraft. Operating principally from Riga, Latvia and Vilnius, Lithuania, AirBaltic carried nearly 2.8 million passengers to and from 54 destinations, including SAS's hubs at Copenhagen, Stockholm, and Oslo.

5. AirBaltic has not been involved in any safety violations, tariff violations, or fatal accidents in the past five years.

6. AirBaltic maintains liability insurance that meets the requirements of 14 CFR Part 205. A copy of AirBaltic's current certificate of insurance on OST Form 6411, evidencing insurance coverage provided by Certain Lloyd's Underwriters and Various Insurance Companies, is attached as Exhibit 5. Air Baltic's signed counterpart to the Montreal Agreement on OST Form 4523, is also attached as Exhibit 6.

7. SAS and AirBaltic expect the longstanding cooperative business relationship between the two carriers to continue notwithstanding SAS's divestiture of its ownership interest in AirBaltic and to be enhanced through the proposed codeshare arrangement which SAS and AirBaltic plan to initiate by summer of 2009. Apart from its codeshare agreement with SAS, AirBaltic does not have any agreements or cooperative working agreements with any foreign or U.S. carrier affecting its proposed services to the United States. Based upon the foregoing, Air Baltic should be granted U.S.-E.U. exemption authority for services pursuant to the proposed codeshare arrangement with SAS.

8. SAS and AirBaltic request that the Department grant the blanket codeshare statement of authorization as requested herein. Latvia, Sweden, and Denmark are members of the European Union. Under Article 10 of the Air Transport Agreement Between the United States and the European Community, effective March 30, 2008 ("U.S.-E.U. Open Skies Agreement"), cooperative marketing arrangements among E.U. airlines, including codesharing arrangements, are authorized. Indeed, Article 10(7)(a) specifically authorizes carriers such as AirBaltic and SAS, that are from member states of the E.U., to enter codeshare arrangements:

In operating or holding out services under the Agreement, any airline of a Party may enter into cooperative marketing arrangements, such as blocked-space or code-sharing arrangements, with:

- (a) any airline or airlines of the Parties;
- (b) any airline or airlines of a third country; and
- (c) a surface (land or maritime) transportation provider of any country;

provided that (i) all participants in such arrangements hold the appropriate authority and (ii) the arrangements meet the conditions prescribed under the laws and regulations normally applied by the Parties to the operation or holding out of international air transportation.

SAS holds a foreign air carrier permit issued by Order 2008-5-5, authorizing it to provide service to and from the United States to the full extent permitted by the U.S.-E.U. Open Skies Agreement. SAS holds the appropriate underlying DOT authority necessary to perform the proposed codeshare services.

9. Approval of the SAS/AirBaltic codeshare authority requested herein would be in the public interest. SAS already serves the routes that it will be serving pursuant to the codeshare arrangement with Air Baltic. The inclusion of Air Baltic's passengers on these SAS flights should benefit the traveling public in both the United States and Europe both by ensuring the successful continuation of these existing services and by introducing another competitor into the U.S. markets currently served by SAS. It will also facilitate travel from the points in the Baltic states served by AirBaltic, which do not at present have any single-carrier service to and from the United States.

10. SAS and AirBaltic agree to accept the conditions normally applicable to codeshare authority such as requested herein. This includes the requirement to notify the Department 30 days in advance of any new codeshare operation and to notify the Department of any codeshare operation the carriers have agreed to discontinue.

11. This application raises no environmental or energy issues. Since approval is sought only to add AirBaltic's designator code on flights that are currently being operated by

SAS, grant of this application will not result in a near-term increase in fuel consumption of 10 million gallons or more. For the same reasons, approval will not result in an increase in noise levels.

12. SAS and AirBaltic request that the blanket statement of authorization be issued for an indefinite period so long as the codeshare agreement continues in effect. The carriers will notify the Department if that agreement should cease to be effective.

13. SAS and Air Baltic propose to offer these codeshare services as soon as possible after receiving all requisite government approvals. The carriers therefore respectfully request that the Department grant this application as expeditiously as possible.

14. A blanket codeshare authorization is consistent with the Department's efforts to reduce the administrative burden on both carrier applicants and the Department, because it would eliminate the need for SAS and AirBaltic to seek a new or amended statement of authorization every time new codeshare services are to be implemented. In addition, if blanket authority is granted, SAS and AirBaltic could implement the new service without delays due to the regulatory process and the traveling public would benefit from such new services more quickly.

15. A grant of this request is supported by Department precedent granting similar requests by two foreign air carriers for exemption authority and, where needed, statements of authorization that would allow one of the foreign carriers to place its designator code on certain flights to the United States operated by another foreign carrier. E.g., BA European Ltd t/a Open Skies, Docket OST-2008-0153 (May 2, 2008) (Elysair SAS to codeshare on flights operated by BA European Ltd. t/a Open Skies); Air Berlin PLC & Co. Luftverkehrs KG, LTU Lufttransport-Unternehmen GmbH, Docket OST-2007-0035 (Dec. 6, 2007) (AirBerlin to codeshare on flights

operated by LTU); Meridiana, S.p.A., Docket OST-2006-25044, & Eurofly, S.p.A., Docket OST-2006-20545 (April 6, 2007) (Meridiana to codeshare on flights operated by Eurofly, S.p.A).

WHEREFORE, the Joint Applicants respectfully request that SAS be granted a blanket statement of authorization under Part 212 to the extent necessary to permit SAS to place Air Baltic's "BT" designator code on its transatlantic flights between the European Union and the United States under a codeshare arrangement between SAS and AirBaltic; that AirBaltic be granted U.S.-E.U. exemption authority from 49 USC § 41301 as described herein; and that the Department grant such other relief as it may deem necessary and proper.

Respectfully submitted,



Michael F. Goldman
Claire Shapiro
SILVERBERG, GOLDMAN & BIKOFF, L.L.P.
1101 30th Street, N.W., Suite 120
Washington, DC 20007

Counsel for
SCANDINAVIAN AIRLINES SYSTEM
AND AIR BALTIC CORPORATION JSC

May 4, 2009

APPENDIX A

LIST OF INITIAL CODESHARE CITY PAIRS

AirBaltic “BT” code to be displayed on following
SAS transatlantic city pairs

EWR-CPH
EWR-ARN
ORD-CPH
ORD-ARN
IAD-CPH

LIST OF EXHIBITS

| <u>Number</u> | <u>Title</u> |
|---------------|--|
| Exhibit 1 | Air Operator Certificate |
| Exhibit 2 | March 31, 2009 Confirmation of AirBaltic's Transatlantic Codeshare Flights by Latvia Ministry of Transport with Annex 1.1 attached |
| Exhibit 3 | Oct. 18, 2007 authorization of scheduled air service between Riga and the United States by Latvia Ministry of Transport |
| Exhibit 4 | AirBaltic Officers and Key Management Personnel |
| Exhibit 5 | Insurance Certificate (OST Form 6411) |
| Exhibit 6 | Montreal Agreement Counterpart (OST Form 4523) |

EXHIBIT 1



LATVIJAS REPUBLIKA – Civilās aviācijas aģentūra
REPUBLIC OF LATVIA – Civil Aviation Agency

LIDOSTA „RĪGA” 10/1, MĀRUPES PAGASTS, LV-1053, LATVIJA
Telephone: + 371 678030936 Fax: +371 670830967 E-mail: Latcaa@Latcaa.gov.lv

GAISA KUĢU EKSPLUATANTA APLIECĪBA (GKEA)
AIR OPERATOR CERTIFICATE

Nr. LVA-022

A/S “AIR BALTIC CORPORATION”
AIR BALTIC CORPORATION JSC

EKSPLUATĀCIJAS NOSACĪJUMI
OPERATIONS SPECIFICATIONS

- | | | |
|--|--|---|
| A) Darbības veids(i) <i>Type(s) of Operations</i> | A1 Pasažieru (<i>Passenger</i>) A2 Kravas (<i>Cargo</i>) | |
| B) Gaisa kuģa tips(i) <i>Type(s) of Aircraft</i> | BOEING 757-200 BOEING 737-300 BOEING 737-500 F-27MK 050 | A1; A2 A1; A2 A1; A2 A1; A2 |
| C) Darbības reģions(i) <i>Area(s) of Operations</i> | BOEING 757-200 BOEING 737-300 BOEING 737-500 F-27MK 050 | EUR; MID/ASIA EUR; MID/ASIA EUR; MID/ASIA EUR (<i>In accordance with ICAO Doc 7030</i>) |
| D) Speciālie ierobežojumi <i>Special Limitations</i> | Nav (<i>None</i>) | |

Izsniedzējs (*Issued by*):

Paraksts (*Signature*):

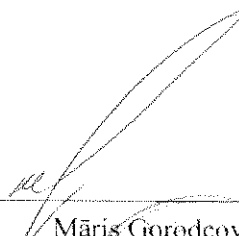

Vārds, uzvārds (*Name*):

Ieņemamais amats:
(*Title*)

Datums (*Date*): 03.04.2009

JAA Form 100

Civil Aviation Agency AOC No: LVA-022
Operations Specifications Page 1 of 3


Māris Gorodcovs
Direktors
(*Director*)




LATVIJAS REPUBLIKA – Civilās aviācijas aģentūra
REPUBLIC OF LATVIA – Civil Aviation Agency

LIDOSTA „RĪGA” 10/1, MĀRUPES PAGASTS, LV-1053, LATVIJA
Telephone: + 371 678030936 Fax: +371 670830967 E-mail: Latcaa@Latcaa.gov.lv

GAISA KUĢU EKSPLUATANTA APLIECĪBA (GKEA)
AIR OPERATOR CERTIFICATE

Nr. LVA-022

A/S “AIR BALTIC CORPORATION”
AIR BALTIC CORPORATION JSC

EKSPLUATĀCIJAS NOSACĪJUMI
OPERATIONS SPECIFICATIONS

| | | |
|--|----------------|--|
| E) Speciālas atļaujas / apstiprinājumi <i>Special Authorizations/Approvals</i> | BOEING 757-200 | E1; E2; E8; E9; E11 |
| | BOEING 737-300 | E1; E2; E8; E9; E11 |
| | BOEING 737-500 | E1; E2; E8; E9; E11 |
| | F-27MK 050 | E1; E8; E9; E11 |
| | E1 | CAT II Operations RVR-300m; DH-100ft |
| | E2 | CAT IIIA Operations RVR-200m; DH-50ft |
| | E8 | Apstiprināta ekspluatācijai B-RNAV un P-RNAV vidē (Basic RNAV & Precision RNAV Operations) |
| | E9 | Samazinātā vertikālā distancēšana (RVSM) |
| | E11 | Bīstamās kravas, izņemot radioaktīvos materiālus (Dangerous Goods except radioactive materials) |
| | | |
| F) Gaisa kuģu reģistrācijas zīmes <i>Aircraft Registration Marks</i> | B757-200 | YL-BDC; YL-BDB |
| | B737-300 | YL-BBI; YL-BBJ; YL-BBK; YL-BBL YL-BBY; YL-BBX; YL-BBR |
| | B737-500 | YL-BBD; YL-BBE; YL-BBF; YL-BBG; YL-BBH; YL-BBM; YL-BBN; YL-BBP; YL-BBQ |
| | F-27MK 050 | YL-BAA; YL-BAR; YL-BAS; YL-BAT; YL-BAU; YL-BAW; LY-BAO; LY-BAV; LY-BAZ; TF-JMS |
| | | |
| | | |

Izsniedzējs (Issued by):

Paraksts (Signature):

Vārds, uzvārds (Name):

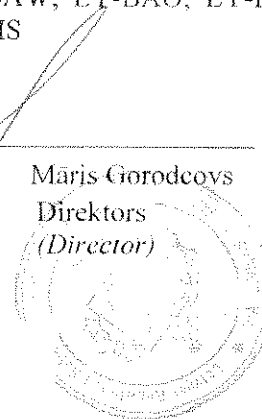
Iepemamais amats:
(Title)

Datums (Date): 03.04.2009

Māris Gorodcoys
Dīrektors
(Director)

JAA Form 100

Civil Aviation Agency AOC No: LVA-022
Operations Specifications Page 2 of 3





LATVIJAS REPUBLIKA – Civilās aviācijas aģentūra
REPUBLIC OF LATVIA – Civil Aviation Agency

LIDOSTA „RĪGA” 10/1, MĀRUPES PAGASTS, LV-1053, LATVIJA
Telephone: + 371 678030936 Fax: +371 670830967 E-mail: Latcaa@Latcaa.gov.lv

GAISA KUĢU EKSPLUATANTA APLIECĪBA (GKEA)
AIR OPERATOR CERTIFICATE

Nr. LVA-022

A/S “AIR BALTIC CORPORATION”

AIR BALTIC CORPORATION JSC

EKSPLUATĀCIJAS NOSACĪJUMI
OPERATIONS SPECIFICATIONS

G) Lidotspējas uzturēšanas organizācijas LV. MG. 0001
apliecības Nr.

Continued Airworthiness Management
Organization Certificate number

H) CAA apstiprinātais personāls

Personnel accepted by the CAA

Accountable Manager:

Bertolt Martin Flick

Quality Manager:

Lauris Miķelsons

Accident Prevention & Flight Safety

Ojārs Ivanovs

Programme Manager:

Nominated Postholders and Contact Details for:

| | | |
|---|-------------------|---|
| <i>Flight Operations:</i> | Pauls Cālītis | Tel. + 371 67207282; Fax: +371 67207867 E-mail: pcs@airbaltic.lv |
| <i>The Maintenance System:</i> | Alģirds Miķelsons | Tel. + 371 67207456; Fax: +371 67207186 E-mail: mls@airbaltic.lv |
| <i>Ground Operations and Dangerous Goods:</i> | Jonny Andersen | Tel. + 371 67207160; Fax: +371 67207797 E-mail: jon@airbaltic.lv |
| <i>Crew Training:</i> | Vadims Prudņikovs | Tel. + 371 67207573; Fax: +371 67207867 E-mail: vpi@airbaltic.lv |

Izsniedzējs (*Issued by*):

Paraksts (*Signature*):

Vārds, uzvārds (*Name*):

Ieņemamais amats:
(*Title*)

Datums (*Date*): 03.04.2009

Māris Gorodcovs
Direktors
(*Director*)

JAA Form 100

Civil Aviation Agency AOC No: LVA-022
Operations Specifications Page 3 of 3

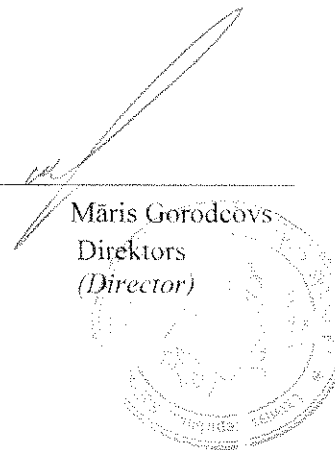


EXHIBIT 2



LATVIJAS REPUBLIKAS SATIKSMES MINISTRIJA
MINISTRY OF TRANSPORT OF THE REPUBLIC OF LATVIA
AVIĀCIJAS DEPARTAMENTS
AVIATION DEPARTMENT

Gogoļa ielā 3, Rīgā, LV-1743, tālr. 7028257, fakss 7028219, e-pasts: avi_dep@sam.gov.lv

Rīga 31.03.2009 Nr. 14-19/178

Air Baltic Cooperation
Riga International Airport
Riga, LV-1053
Latvia

Fax: +371 67207369

Subject: code share flight schedules

The Department of Aviation of the Ministry of Transport of the Republic of Latvia would like to inform you that we accept the code share flight schedules of the Annex 1.1 to the Code Share Agreement between "Scandinavian Airlines System" and "Air Baltic Corporation" effective from 29 March 2009.

Sincerely Yours,

Arnis Muiznieks
Director

ANNEX 1.1: CODE SHARE FLIGHT SCHEDULES

to the Code Share Agreement between Scandinavian Airlines (SK) and airBaltic.

Subject to all necessary regulatory approvals, Scandinavian Airlines and airBaltic shall display their respective codes on the following flights:

1. Code Share Flight Schedules: Free Sale Arrangements

1.1 Operated by airBaltic:

| Operating Flight No. | Marketing Flight No. | Route | Days of Operation | Dep | Arr | Period | Equipment (Aircraft type) |
|----------------------|----------------------|---------|-------------------|-------|-------|-----------------|---------------------------|
| BT101 | SK9619 | RIX-ARN | 1234567 | 07:00 | 07:10 | 29MAR09-24OCT09 | 737 |
| BT102 | SK9620 | ARN-RIX | 1234567 | 07:45 | 09:45 | 29MAR09-24OCT09 | 737 |
| BT107 | SK9627 | RIX-ARN | 1234567 | 13:10 | 13:35 | 29MAR09-24OCT09 | F50 |
| BT108 | SK9600 | ARN-RIX | 1234567 | 15:00 | 17:15 | 29MAR09-24OCT09 | F50 |
| BT109 | SK9629 | RIX-ARN | 1234567 | 19:10 | 19:20 | 29MAR09-24OCT09 | 737 |
| BT110 | SK9630 | ARN-RIX | 1234567 | 19:50 | 21:50 | 29MAR09-24OCT09 | 737 |
| BT121 | SK9625 | RIX-GOT | 1..45.. | 18:20 | 19:20 | 09APR09-13APR09 | F50 |
| BT122 | SK9626 | GOT-RIX | 1..45.. | 19:45 | 22:35 | 09APR09-13APR09 | F50 |
| BT121 | SK9625 | RIX-GOT | 12.45.7 | 18:20 | 19:20 | 16APR09-23OCT09 | F50 |
| BT122 | SK9626 | GOT-RIX | 12.45.7 | 19:45 | 22:35 | 16APR09-23OCT09 | F50 |
| BT151 | SK9655 | RIX-OSL | 123456. | 06:50 | 07:25 | 29MAR09-24OCT09 | 737 |
| BT152 | SK9654 | OSL-RIX | 123456. | 08:05 | 10:35 | 29MAR09-24OCT09 | 737 |
| BT153 | SK9623 | RIX-OSL | 1234567 | 19:00 | 19:35 | 29MAR09-24OCT09 | 737 |
| BT154 | SK9624 | OSL-RIX | 1234567 | 20:05 | 22:35 | 29MAR09-24OCT09 | 737 |
| BT159 | SK9617 | RIX-OSL | 12345.7 | 13:10 | 14:25 | 29MAR09-24OCT09 | F50/737 |
| BT160 | SK9618 | OSL-RIX | 12345.7 | 15:00 | 18:05 | 29MAR09-24OCT09 | F50/737 |
| BT131 | SK9613 | RIX-CPH | 1234567 | 07:00 | 07:30 | 29MAR09-24OCT09 | 737 |
| BT132 | SK9614 | CPH-RIX | 1234567 | 08:00 | 10:20 | 29MAR09-24OCT09 | 737 |
| BT135 | SK9633 | RIX-CPH | 1234567 | 12:30 | 13:30 | 29MAR09-24OCT09 | F50/735 |
| BT136 | SK9632 | CPH-RIX | 1234567 | 15:05 | 18:05 | 29MAR09-24OCT09 | F50/735 |
| BT139 | SK9651 | RIX-CPH | 1234567 | 18:35 | 19:05 | 29MAR09-24OCT09 | 737 |
| BT140 | SK9650 | CPH-RIX | 1234567 | 19:45 | 22:05 | 29MAR09-24OCT09 | 737 |
| BT111 | SK9683 | VNO-ARN | 1234567 | 12:00 | 13:00 | 29MAR09-24OCT09 | F50 |
| BT112 | SK9684 | ARN-VNO | 1234567 | 13:30 | 16:30 | 29MAR09-24OCT09 | F50 |

Code Share Agreement
between Scandinavian Airlines System and airBaltic

| | | | | | | | |
|-------|--------|---------|---------|-------|-------|-----------------|-----|
| BT161 | SK9659 | VNO-CPH | 1234567 | 06:55 | 07:30 | 29MAR09-24OCT09 | 735 |
| BT162 | SK9658 | CPH-VNO | 1234567 | 08:40 | 11:10 | 29MAR09-24OCT09 | 735 |
| BT165 | SK9665 | VNO-CPH | 1234567 | 18:20 | 18:55 | 29MAR09-24OCT09 | 735 |
| BT166 | SK9666 | CPH-VNO | 1234567 | 20:30 | 23:00 | 29MAR09-24OCT09 | 735 |

All Times are local

1.2 Operated by airBaltic:

- Intentionally left open -

All Times are local

1.3 Operated by Scandinavian Airlines:

| Operating Flight Nr | Marketing Flt Nr | Route | Days | DEP | ARR | Period | Equipment A/C type |
|---------------------|------------------|---------|---------|-------|-------|-----------------|---------------------|
| SK 1588 | BT5112 | LUX-CPH | 12345.. | 08:25 | 11:55 | 29MAR09-24OCT09 | CR2 |
| SK 1588 | BT5112 | LUX-CPH |67 | 08:30 | 12:00 | 29MAR09-24OCT09 | CR2 |
| SK 1587 | BT5111 | CPH-LUX | 12345.. | 08:20 | 07:55 | 29MAR09-24OCT09 | CR2 |
| SK 1587 | BT5111 | CPH-LUX |67 | 08:25 | 08:00 | 29MAR09-24OCT09 | CR2 |
| SK 2584 | BT5122 | LUX-CPH | 12345.. | 17:15 | 18:50 | 29MAR09-24OCT09 | CR2 |
| SK 2583 | BT5121 | CPH-LUX | 12345.. | 15:05 | 14:40 | 29MAR09-24OCT09 | CR2 |
| SK 540 | BT5114 | MAN-CPH | 12345.. | 10:15 | 13:15 | 29MAR09-24OCT09 | M81/M82/M87/321 |
| SK 540 | BT5114 | MAN-CPH |67 | 10:20 | 13:20 | 29MAR09-24OCT09 | M81/M82/M87/321 |
| SK 539 | BT5113 | CPH-MAN | 12345.. | 08:25 | 09:30 | 29MAR09-24OCT09 | M81/M82/M87/321 |
| SK 539 | BT5113 | CPH-MAN |67 | 08:35 | 09:35 | 29MAR09-24OCT09 | M81/M82/M87/321 |
| SK 542 | BT 5142 | MAN-CPH |6. | 16:35 | 19:25 | 29MAR09-24OCT09 | M81/M82/319 |
| SK 541 | BT5119 | CPH-MAN |6. | 14:55 | 15:55 | 29MAR09-24OCT09 | M81/M82/319 |
| SK 1610 | BT5116 | GVA-CPH |7 | 11:20 | 13:20 | 29MAR09-24OCT09 | M81/M82/M87/321/319 |
| SK 1610 | BT5116 | GVA-CPH | 12345.. | 11:50 | 13:50 | 29MAR09-24OCT09 | M81/M82/M87/321/319 |
| SK 618 | BT5118 | GVA-CPH |6. | 16:50 | 18:50 | 29MAR09-24OCT09 | M81/M82/M87/321/319 |
| SK 613 | BT5115 | CPH-GVA |7 | 08:35 | 10:35 | 29MAR09-24OCT09 | M81/M82/M87/321/319 |
| SK 613 | BT5115 | CPH-GVA | 12345.. | 09:05 | 11:05 | 29MAR09-24OCT09 | M81/M82/M87/321/319 |
| SK 617 | BT5117 | CPH-GVA |6. | 14:10 | 16:10 | 29MAR09-24OCT09 | M81/M82/M87/321/319 |

| | | | | | | | |
|---------|---------|---------|----------|-------|-------|-----------------|-----------|
| SK 2548 | BT5102 | MAN-ARN | 12345.. | 10:05 | 13:25 | 29MAR09-24OCT09 | M82 / 736 |
| SK 2549 | BT 5105 | ARN-MAN | 12345.7 | 16:35 | 18:00 | 29MAR09-24OCT09 | M82 / 736 |
| SK 2547 | BT5101 | ARN-MAN | 12345.. | 07:50 | 09:15 | 29MAR09-24OCT09 | M82 / 736 |
| SK 2616 | BT5104 | GVA-ARN | 12..... | 12:05 | 14:45 | 29MAR09-24OCT09 | M82 / 736 |
| SK 2616 | BT5104 | GVA-ARN |5.. | 13:30 | 16:10 | 29MAR09-24OCT09 | M82 / 736 |
| SK 2616 | BT5104 | GVA-ARN | ..34... | 13:50 | 16:30 | 29MAR09-24OCT09 | M82 / 736 |
| SK 2615 | BT5103 | ARN-GVA | 12..... | 08:25 | 11:05 | 29MAR09-24OCT09 | M82 / 736 |
| SK 2615 | BT5103 | ARN-GVA |5.. | 09:50 | 12:30 | 29MAR09-24OCT09 | M82 / 736 |
| SK 2615 | BT5103 | ARN-GVA | ..34... | 10:10 | 12:50 | 29MAR09-24OCT09 | M82 / 736 |

| | | | | | | | |
|--------|---------|---------|---------|-------|-------|-----------------|----------|
| SK 910 | BT 5120 | EWR-CPH | 1234567 | 16:40 | 07:15 | 29MAR09-24OCT09 | 333/ 343 |
| SK 909 | BT 5129 | CPH-EWR | 1234567 | 12:20 | 13:45 | 29MAR09-24OCT09 | 333/343 |
| SK 926 | BT 5126 | IAD-CPH | 1234567 | 21:15 | 07:15 | 29MAR09-24OCT09 | 333 |
| SK 925 | BT 5125 | CPH-IAD | 1234567 | 12:20 | 19:00 | 29MAR09-24OCT09 | 333 |
| SK 944 | BT 5144 | ORD-CPH | 1234567 | 03:05 | 13:20 | 29MAR09-24OCT09 | 343 |
| SK 943 | BT 5143 | CPH-ORD | 1234567 | 15:35 | 22:30 | 29MAR09-24OCT09 | 343 |

| | | | | | | | |
|--------|---------|---------|---------|-------|-------|-----------------|-----|
| SK 904 | BT 5124 | EWR-ARN | 1234567 | 16:20 | 07:15 | 29MAR09-24OCT09 | 333 |
| SK 903 | BT 5133 | ARN-EWR | 1234567 | 10:40 | 12:10 | 29MAR09-24OCT09 | 333 |
| SK 946 | BT 5146 | ORD-ARN | 1234567 | 21:25 | 07:45 | 29MAR09-24OCT09 | 333 |
| SK 945 | BT 5145 | ARN-ORD | 1234567 | 10:15 | 17:20 | 29MAR09-24OCT09 | 333 |

All time are local

Note:

- The code share flights under the above Items 1.2, 1.3 are to be sold as the through traffic only. Therefore, tickets issued solely on such Code Share Flights are not allowed.
- The above-mentioned schedules are as of March 29, 2009. Any changes in the operating schedules will be notified by the OC through the exchange of IATA-SSIM format file transmission.
- The actual code share flights may change from time to time as the OC changes its operating schedule. The respective scheduling departments will coordinate on the selection of alternative flights in case the changes in the OC's schedules result in a misconnection with the MC's flights.
- These flights shall be operated as a code-shared flight (SKBT) only after permission has been received from relevant authorities of the countries involved.

1. Code Share Operations

The Parties shall:

- (a) Establish a dedicated flight number range for use by Scandinavian Airlines and airBaltic for use on the Code Share Flights;
- (b) Establish an automated transfer of flight schedule information between both Parties to allow efficient loading of the Code Share Flights prior to filing with OAG;
- (c) Exchange custom SSIM files to update flight schedules in the system. The SK SSIM file sent to airBaltic/SK includes the data as same as SK/airBaltic sends to OAG.
- (d) Establish a communication procedure to advise the other party of passenger re-accommodation plans in the event of schedule changes or equipment changes involving a Code Share Flight.

3. Prices under Free Sale Arrangement

Settlement of revenue shall be made through the IATA Clearing House in accordance with the agreed rate of if applicable, as per the Special Prorate Agreement in effect between the Parties.

4. Schedule and Equipment Changes

The OC shall inform the MC by SSIM exchange, telex or e-mail of any planned schedule changes or major aircraft substitutions it may be required to make from time to time, as soon as reasonably possible.

4.1 Normal Schedule Change

SK: CPHRUSK
CPHRU Action Team
E-mail:
Phone:
Fax:

airBaltic: RIXSPBT
Network Planning Dep
E-mail:
Phone:
Fax:

4.2 Schedule Change / Irregularities

SK: CPHOPSK
Operations Control Center (24-hour)
Duty Manager
E-mail:
Phone:
Fax:

airBaltic: RIXOPBT
MCC (Movement Control Center)
Duty Manager
E-mail:
Phone:
Fax:

4.3 Emergency

SK: CPHOPSK

Operations Control Center (24-hour)

Duty Manager

E-mail:

Phone:

Fax:

airBaltic: RIXOPBT

MCC

Duty Manager

E-mail:

Phone:

Fax:

5. Minimum Connecting Times (MCT)

In principle, the MCT of the MC for any gateway and beyond gateway shall apply the same value as the MCT of the OC.

Otherwise, both Parties shall discuss and agree on the new MCT as deem appropriate.

Upon concurrence, both Parties shall submit and update their MCT to any MCT data sources e.g. OAG, Innovata, MCTWare, IATA and etc.

6. Representatives

The departments responsible for the administration of this Annex are:

| | | |
|-----|-------------------------|---------|
| BT: | International Relations | RIXDCBT |
| | Schedule Planning | RIXSPBT |
| SK: | Alliances | STONQSK |
| | Schedule Planning | STORUSK |

7. Validity

This Annex 1 to the Code Share Agreement between SK and airBaltic shall become effective from March 29, 2009 and remain valid, if no amendment becomes necessary, as long as the Code Share Agreement between SK and airBaltic remains in force. It may be altered and substituted by a new Annex if alterations concerning any items in this Annex have been jointly agreed and signed by both Parties.

For and on behalf of
Scandinavian Airlines System
DENMARK-NORWAY-SWEDEN

For and on behalf of
airBaltic Corporation SIA

Christian Hylander
V.P. Network and Revenue Management
Date:

Gunther Sollinger
S.V.P. External and Corporate Affairs
Date:

EXHIBIT 3



LATVIJAS REPUBLIKAS SATIKSMES MINISTRIJA
MINISTRY OF TRANSPORT OF THE REPUBLIC OF LATVIA
AVIĀCIJAS DEPARTAMENTS
AVIATION DEPARTMENT

Gogoļa ielā 3, Rīgā, LV-1743, tālr. 7028257, fakss 7028219, e-pasts: avi_dep@sam.gov.lv

Rīga 18.10.2007 Nr. 44-30/844

ROUTE LICENCE 07 – 23

It is hereby certified that in pursuance of Article 84 of Latvian Aviation Law and Regulation No 218 of the Cabinet of Ministers of the Republic of Latvia "Regulations on the Carriage of Passengers, Baggage and Cargo by Air"

"AIR BALTIC CORPORATION"

is hereby granted permission to exercise scheduled air services between Riga and New York.

Furthermore it is certified that the said company operates in accordance with the Standards of ICAO Annex 6 Part 1 and their operations and maintenance activities are subject to a government inspection system.

Arnis Muiznieks
Director

EXHIBIT 4

Exhibit 4

AirBaltic Officers and Key Management Personnel

| <u>Name</u> | <u>Title</u> |
|------------------------|--|
| Bertoldt Martin Flick | President and CEO |
| Laila Odina | Chief Operations Officer |
| Martins Antonovics | Chief Financial Officer |
| Arvis Skujenieks | Chief Information Officer |
| Gunther Sollinger | SVP External Relations & Corporate Affairs |
| Richard Austin Roberts | SVP Strategic network & Fleet Planning |
| Jonny Anderson | VP Ground Operations |
| Aļģirts Miķelsons | VP Technical Department |
| Tero Taskila | VP Commercial Department |
| Paul Cālītis | VP Flight Operations Department |
| Edgars Silins | VP Network Planning |
| Gregory Pomerantsev | VP Sales |
| Anita Gaile | VP Human Resources |

EXHIBIT 5



Office of the Secretary
of Transportation

AGENCY DISPLAY OF ESTIMATED BURDEN

The public reporting burden for this collection of information is estimated to average 30 minutes per response. If you wish to comment on the accuracy of the estimate or make suggestions for reducing this burden, please direct your comments to: U.S. Department of Transportation, Office of Aviation Analysis, X-56, 400 7th St., SW., Washington, D.C. 20590. According to the Paperwork Reduction Act of 1995, no persons are required to respond to a collection of information unless it displays a valid OMB control number.

NOTE: For information on where to file completed copies of this form, see **FILING INSTRUCTIONS** below.

OMB No. 2106-0030 Expires 9-30-2007

FOREIGN AIR CARRIERS - CERTIFICATE OF INSURANCE

POLICIES OF INSURANCE FOR AIRCRAFT ACCIDENT BODILY INJURY AND PROPERTY DAMAGE LIABILITY

FILING INSTRUCTIONS: File a signed original of this form with the Federal Aviation Administration, Air Transportation Div., AFS-260, 800 Independence Ave., SW., Washington, DC 20591. (See **EXCEPTION** below.)

EXCEPTION: If Section 2.A. is filled in because the insured is a *Canadian Charter Air Taxi Operator*, file an original of this form with the U.S. Department of Transportation, Special Authorities Division (X-46), 400 7th Street, SW, Washington, D.C. 20590

(Please type information, except signatures.)

THIS CERTIFIES THAT: CERTAIN LLOYD'S UNDERWRITERS AND VARIOUS INSURANCE COMPANIES

(Name of Insurer)

has issued a policy or policies of Aircraft Liability Insurance to

AIR BALTIC CORPORATION A/S, RIGA INTERNATIONAL AIRPORT, RIGA, LV-1053, LATVIA

FAA Certificate Number _____

(Name, address and FAA Certificate number of Insured Foreign Air Carrier)

effective from 1st December, 2008 until ten (10) days after written notice from the insurer or carrier of the intent to terminate coverage is received by the Department of Transportation.

NOTE: Part 205 of the Department's Regulations does not allow for a predetermined termination date, and a certificate showing such a date is unacceptable.

The Insurer (Check One):

- ☐ is licensed to issue aircraft insurance policies in the United States;
☒ is licensed or approved by the government of **VARIOUS COUNTRIES** to issue aircraft insurance policies; or
☐ is an approved surplus line insurer in the State(s) of _____

The insurer assumes, under the policy or policies listed below, aircraft accident liability insured to minimums at least equal to the following during operation, maintenance, or use of aircraft in "foreign air transportation" as that term is defined in 49 U.S.C. 40102. (Complete applicable section A, B, or C below):

A. CANADIAN CHARTER AIR TAXI OPERATORS WITH PART 294 AUTHORITY ONLY

The aircraft covered by this policy have: (1) 30 or fewer passenger seats and a maximum payload capacity of 7,500 pounds or less; and/or (2) a maximum authorized takeoff weight on wheels of no more than 35,000 pounds. (Complete separate or combined coverage as appropriate):

☐ Separate Coverages:

| Policy No. | Type of Liability | Minimum Limit | |
|------------|---|---------------|---|
| | | Each person | Each Occurrence |
| _____ | Combined Bodily Injury (Excluding Passengers other than cargo attendants) and Property Damage Liability | \$75,000 | \$2,000,000*(See note) |
| _____ | Passenger Bodily Injury | \$75,000 | \$75,000 x 75% of total number of passenger seats installed in aircraft |

☐ Combined Coverage: This combined coverage is a single limit of liability for each occurrence at least equal to the required minimums stated above for bodily injury (excluding passengers), property damage, and passenger bodily injury.

Policy No. _____ Amount of Coverage _____ U.S. Dollars

☐ This policy covers CARGO operations *only* and *excludes* passenger liability insurance.

NOTE: If the aircraft covered by this policy have more than 30 passenger seats or more than a maximum payload capacity of 7,500 pounds, the minimum limit per occurrence shall be \$20,000,000.

B. FOREIGN AIR CARRIERS OPERATING SMALL AIRCRAFT

The aircraft covered by this policy are SMALL AIRCRAFT (i.e., with 60 or fewer passenger seats or with a maximum payload capacity of 18,000 pounds or less). (Complete separate or combined coverage as appropriate):

☐ Separate Coverages:

Minimum Limit

| Policy No. | Type of Liability | Each person | Each Occurrence |
|------------|---|-------------|--|
| | Combined Bodily Injury (Excluding Passengers other than cargo attendants) and Property Damage Liability | \$300,000 | \$2,000,000 |
| | Passenger Bodily Injury | \$300,000 | \$300,000 x 75% of total number of passenger seats installed in aircraft |

☐ Combined Coverage: This combined coverage is a single limit of liability for each occurrence at least equal to the required minimums stated above for bodily injury (excluding passengers), property damaged, and passenger bodily injury.

Policy No. _____ Amount of Coverage _____ U.S. Dollars

☐ This policy covers CARGO operations only and excludes passenger liability insurance.

C. FOREIGN AIR CARRIERS OPERATING LARGE AIRCRAFT

The aircraft covered by this policy are LARGE AIRCRAFT (i.e., with more than 60 passenger seats or with a maximum payload capacity of more than 18,000 pounds). (Complete separate or combined coverage as appropriate):

☐ Separate Coverages:

Minimum Limit

| Policy No. | Type of Liability | Each person | Each Occurrence |
|------------|---|-------------|--|
| | Combined Bodily Injury (Excluding Passengers other than cargo attendants) and Property Damage Liability | \$300,000 | \$20,000,000 |
| | Passenger Bodily Injury | \$300,000 | \$300,000 x 75% of total number of passenger seats installed in aircraft |

☒ Combined Coverage: This combined coverage is a single limit of liability for each occurrence at least equal to the required minimums stated above for bodily injury (excluding passengers), property damaged, and passenger bodily injury.

Policy No. AK0826631

Amount of Coverage AS REQUIRED BY PART 14 CFR 205

☐ This policy covers CARGO operations only and excludes passenger liability insurance.

3. The policy or policies listed in this certificate insure(s) (Check One):

Make and Model

FAA or Foreign Flag

Registration No.

☒ Operations conducted with all aircraft operated by the insured

☐ Operations conducted with the following types of aircraft:

☐ Operations with the following aircraft: (Use additional page if necessary)

4. Each policy listed in this certificate meets or exceeds the requirements in 14 CFR Part 205.

CERTAIN LLOYD'S UNDERWRITERS AND VARIOUS
INSURANCE COMPANIES

(Name of Insurer)

AON LIMITED, AVIATION

(Name of Broker, if applicable)

(Address)

8 DEVONSHIRE SQUARE

(Address)

(City, State, Zip Code)

LONDON EC2M 4PL

(City, State, Zip Code)

Contact (person who can verify the effectiveness of the coverage)

PAUL BAKER

(Officer or authorized representative)

(Area Code, Phone Number)

(Area Code, Fax Number)

(Area Code, Phone Number)

(Area Code, Fax Number)

(Signature, if applicable)

(+44) 20 7668 9606

(+44) 20 7216 3149

(Date)

(Signature)

1 December, 2008

(Date)

EXHIBIT 6



AGREEMENT

The undersigned carriers (hereinafter referred to as "the Carriers") hereby agree as follows:

1. Each of the Carriers shall, effective May 16, 1966, include the following in its conditions of carriage, including tariffs embodying conditions of carriage filed by it with any government:

"The Carrier shall avail itself of the limitation of liability provided in the Convention for the Unification of Certain Rules Relating to International Carriage by Air signed at Warsaw October 12th, 1929, or provided in the said Convention as amended by the Protocol signed at The Hague September 28th, 1955. However, in accordance with Article 22(1) of said Convention, or said Convention as amended by said Protocol, the Carrier agrees that, as to all international transportation by the Carrier as defined in the said Convention or said Convention as amended by said Protocol, which, according to the contract of Carriage, includes a point in the United States of America as a point of origin, point of destination, or agreed stopping place

- (1) The limit of liability for each passenger for death, wounding, or other bodily injury shall be the sum of US \$75,000 inclusive of legal fees and costs, except that, in case of a claim brought in a State where provision is made for separate award of legal fees and costs, the limit shall be the sum of US \$58,000 exclusive of legal fees and costs.
- (2) The Carrier shall not, with respect to any claim arising out of the death, wounding, or other bodily injury of a passenger, avail itself of any defense under Article 20(1) of said Convention or said Convention as amended by said Protocol.

Nothing herein shall be deemed to affect the rights and liabilities of the Carrier with regard to any claim brought by, on behalf of, or in respect of any person who has willfully caused damage which resulted in death, wounding, or other bodily injury of a passenger."

2. Each Carrier shall, at the time of delivery of the ticket, furnish to each passenger whose transportation is governed by the Convention, or the Convention as amended by the Hague Protocol, and by the special contract described in paragraph 1, the following notice, which shall be printed in type at least as large as 10 point modern type and in ink contrasting with the stock on (i) each ticket; (ii) a piece of paper either placed in the ticket envelope with the ticket or attached to the ticket; or (iii) on the ticket envelope:

"ADVICE TO INTERNATIONAL PASSENGER ON LIMITATION OF LIABILITY

Passengers on a journey involving an ultimate destination or a stop in a country other than the country of origin are advised that the provisions of a treaty known as the Warsaw Convention may be applicable to the entire journey, including any portion entirely within the country of origin or destination. For such passengers on a journey to, from, or with an agreed stopping place in the United States of America, the Convention and special contracts of carriage embodied in applicable tariffs provide that the liability of

[certain]*

[(name of carrier) and certain other] carriers parties to such special contracts for death of or personal injury to passengers is limited in most cases to proven damages not to exceed US \$75,000 per passenger, and that this liability up to such limit shall not depend on negligence on the part of the carrier. For such passengers traveling by a carrier not a party to such special contracts or on a journey not to, from, or having an agreed stopping place in the United States of America, liability of the carrier for death or personal injury to passengers is limited in most cases to approximately US \$10,000 or US \$20,000.

The names of Carriers parties to such special contracts are available at all ticket offices of such carriers and may be examined on request.

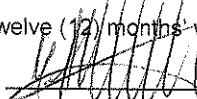
Additional protection can usually be obtained by purchasing insurance from a private company. Such insurance is not affected by any limitation of the carrier's liability under the Warsaw Convention or such special contracts of carriage. For further information please consult your airline or insurance company representative."

3. [This Agreement was filed with the Civil Aeronautics Board of the United States. The Board approved it by Order E-23680, adopted May 13, 1966. The Agreement (Agreement 18900) became effective May 16, 1966. On January 1, 1985, this Agreement became the responsibility of the Department of Transportation (DOT) by operation of law.]

4. This Agreement may be signed in any number of counterparts, all of which shall constitute one Agreement. Any Carrier may become a party to this Agreement by signing a counterpart hereof and depositing it with DOT.

5. Any Carrier party hereto may withdraw from this Agreement by giving twelve (12) months' written notice of withdrawal to DOT and the other Carriers parties to the Agreement.

(Signature and Date)

 29.04.2009

(Printed Name and Title)

MARTINS ANTONOVICS
CHIEF FINANCIAL OFFICER

(Name and Address of Carrier)

AIRBALTIC CORPORATION
Riga International Airport
Riga, LATVIA
LV-1053

*Either alternative may be used.

CERTIFICATE OF SERVICE

I hereby certify that I have on this day served the foregoing Joint Application of Scandinavian Airlines System and Air Baltic Corporation JSC for Statement of Authorization and Related Exemption Authority by e-mail on the following persons:

ben.graves@evergreenairlines.com
Bruce.rabinowitz@wilmerhale.com
carl.nelson@aa.com
dvaughan@kellydrye.com
efaberman@wileyrein.com
hkamen@coair.com
howard_kass@usairways.com
jeffrey.manley@united.com
jhill@dowlohn.com
jrichardson@jrichardson.com
Kevin.Montgomery@polaraircargo.com
lachter@starpower.com
matwood@sherblackwell.com
mcmillin@woa.com
mlbenge@zsrlaw.com
mroller@rollerbauer.com
msinick@ssd.com
nssparks@fedex.com
pmurphy@ggh-airlaw.com
recohn@hhlaw.com
russel.pommer@atlasair.com
sacha.vanderbellen@delta.com
steve.rossum@astaraircargo.us
jim.ballough@faa.gov
fbavent@airlineinfo.com

and by first class mail on the following parties:

Flight Standards Service (ASF01)
Federal Aviation Administration
800 Independence Avenue, S.W.
Washington, D.C. 20591



Michael F. Goldman

May 4, 2009